

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE WEIGHT WATCHERS  
INTERNATIONAL, INC. SECURITIES  
LITIGATION

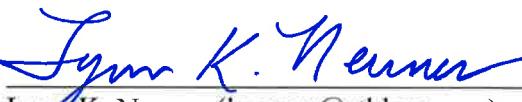
No. 1:19-cv-02005-WHP

**NOTICE OF DEFENDANTS' MOTION TO DISMISS  
THE SECOND CONSOLIDATED CLASS ACTION COMPLAINT**

PLEASE TAKE NOTICE THAT, upon the accompanying Memorandum of Law in Support of Defendants' Motion to Dismiss the Second Consolidated Class Action Complaint, the Declaration of George S. Wang, Esq., dated October 31, 2019, and the exhibits attached thereto, and the pleadings herein, Defendants, by and through their attorneys, Simpson Thacher & Bartlett LLP, will move this Court, before the Honorable William H. Pauley III, Senior United States District Judge, at the United States Courthouse, 500 Pearl Street, New York, New York 10007, for an order dismissing the consolidated complaint with prejudice pursuant to Federal Rules of Civil Procedure 9(b) and 12(b)(6) and the Private Securities Litigation Reform Act, 15 U.S.C. §§ 78u-4 *et seq.*

Dated: October 31, 2019  
New York, New York

SIMPSON THACHER & BARTLETT LLP

By:   
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